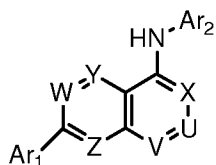


Amendments to the Claims

This listing of claims will replace all prior versions, and listings, of claims in the application.

1. (Currently amended) A compound of the formula:



or a pharmaceutically acceptable salt or ~~hydrate~~ thereof, wherein:

V, X, W, Y and Z are each independently N or CR₁, with the proviso that at least one of V and X is N;

U is N or CR₂, with the proviso that if V and X are N, then U is CR₂;

R₁ is independently selected at each occurrence from hydrogen, halogen, hydroxy, cyano, amino, -COOH, C₁-C₆alkyl, haloC₁-C₆alkyl, C₁-C₆alkoxy, C₁-C₆alkoxycarbonyl, haloC₁-C₆alkoxy and mono- and di-(C₁-C₆alkyl)amino;

R₂ is:

(i) hydrogen, halogen, cyano or nitro; or

(ii) a group of the formula -R_c-M-A-R_y, wherein:

R_c is C₀-C₃alkyl, C₂-C₃alkenyl or C₂-C₃alkynyl, or is joined to R_y or R_z to form a 4- to 10-membered carbocycle or heterocycle that is substituted with from 0 to 2 substituents independently selected from R_b;

M is a bond, O, S, SO, SO₂, C(=O), OC(=O), C(=O)O, O-C(=O)O, C(=O)N(R_z), N(R_z)C(=O), N(R_z)SO₂, SO₂N(R_z), N(R_z), OPO₂(OR_z) or PO₂(OR_z);

A is a bond or C₁-C₈alkyl substituted with from 0 to 3 substituents independently selected from R_b; and

R_y and R_z, if present, are:

(a) independently:

(i) hydrogen or -COOH; or

(ii) C₁-C₈alkyl, C₂-C₈alkenyl, C₂-C₈alkynyl, C₃-C₈alkanone, C₂-C₈alkyl ether, a 4- to 10-membered carbocycle or heterocycle, or joined to R_c to form a 4- to 10-membered carbocycle or heterocycle, each of which is substituted with from 0 to 6 substituents independently chosen from R_b; or

(b) joined to form a 4- to 10-membered carbocycle or heterocycle that is substituted with from 0 to 6 substituents independently selected from R_b;

Ar₁ and Ar₂ are independently selected from 5- to 10-membered carbocycles and heterocycles, each of which is substituted with from 0 to 3 substituents independently selected from groups of the formula LR_a;

L is independently selected at each occurrence from a bond, O, S(O)_m, C(=O), OC(=O), C(=O)O, O-C(=O)O, N(R_x), C(=O)N(R_x), N(R_x)C(=O), N(R_x)S(O)_m, S(O)_mN(R_x) and N[S(O)_mR_x]S(O)_m; wherein m is independently selected at each occurrence from 0, 1 and 2; and R_x is independently selected at each occurrence from hydrogen and C₁-C₈alkyl;

R_a is independently selected at each occurrence from:

- (i) hydrogen, halogen, cyano and nitro; and
- (ii) C₁-C₈alkyl, C₂-C₈alkenyl, C₂-C₈alkynyl, C₂-C₈alkyl ether, mono- and di-(C₁-C₈alkyl)amino and (3- to 10-membered heterocycle)C₀-C₆alkyl, each of which is substituted with from 0 to 6 substituents independently selected from R_b; and

R_b is independently chosen at each occurrence from:

- (i) hydroxy, halogen, amino, aminocarbonyl, cyano, nitro, oxo and -COOH; and
- (ii) C₁-C₈alkyl, C₂-C₈alkenyl, C₂-C₈alkynyl, C₁-C₈alkoxy, C₁-C₈alkanoyl, C₂-C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkylthio, C₂-C₈alkyl ether, phenylC₀-C₈alkyl, phenylC₁-C₈alkoxy, mono- and di-(C₁-C₆alkyl)amino, (SO₂)C₁-C₈alkyl, (4- to 7-membered heterocycle)C₀-C₈alkyl, -PO₃(R_w)₂ and -OPO₃(R_w)₂, wherein each R_w is independently chosen from hydrogen, C₁-C₈alkyl, phenylC₀-C₈alkyl and (5- to 7-membered heterocycle)C₀-C₈alkyl;

wherein each of (ii) is substituted with from 0 to 3 substituents independently chosen from hydroxy, halogen, amino, aminocarbonyl, cyano, nitro, oxo, -COOH, C₁-C₈alkyl, C₁-C₈alkoxy, C₁-C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkylthio, C₂-C₈alkyl ether, hydroxyC₁-C₈alkyl, haloC₁-C₈alkyl, phenylC₀-C₈alkyl,

mono- and di-(C₁-C₆alkyl)amino, (SO₂)C₁-C₈alkyl and (5- to 7-membered heterocycle)C₀-C₈alkyl; and

wherein the compound or pharmaceutically acceptable salt or hydrate thereof comprises at least one ~~carboxylic acid~~, phosphate or phosphonate group.

2. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 1, wherein U is C-R₂.

3. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 2, wherein X and V are N.

4. – 7. (Cancelled)

8. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 1, wherein W, Y and Z are each CH.

9. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 2, wherein R₂ is a group of the formula –R_c-M-A-R_y, R_c is C₁-C₃alkyl, and R₂ comprises a ~~carboxylic acid~~, phosphate or phosphonate group.

10. – 12. (Cancelled)

13. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 1, wherein Ar₁ and Ar₂ are independently selected from phenyl and 6-membered aromatic heterocycles, each of which is substituted with 0, 1 or 2 substituents independently selected from groups of the formula LR_a.

14. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 13, wherein:
Ar₁ is phenyl or pyridyl, each of which is substituted with from 0 to 2 substituents independently selected from halogen, hydroxy, cyano, amino, nitro, mono- and di-(C₁-C₆alkyl)amino, C₁-C₆alkyl, haloC₁-C₆alkyl, C₁-C₆alkoxy and haloC₁-C₆alkoxy;
and

Ar₂ is phenyl or pyridyl, each of which is substituted with from 0 to 2 substituents independently selected from halogen, hydroxy, cyano, amino, nitro, mono- and di-(C₁-C₆alkyl)amino, C₁-C₆alkyl, haloC₁-C₆alkyl, cyanoC₁-C₆alkyl, C₁-C₆alkoxy, haloC₁-C₆alkoxy, C₂-C₆alkyl ether, C₁-C₆alkanoyl, -(SO₂)R_d, -N(R_x)S(O)_mR_d, and -N[S(O)_mR_x]S(O)_mR_d; wherein m is 1 or 2, R_x is hydrogen or C₁-C₆alkyl, and R_d is C₁-C₆alkyl, haloC₁-C₆alkyl, amino, mono- or di-(C₁-C₆alkyl)amino or a 5- to 10-membered, N-linked heterocyclic group, each of which R_d is substituted with from 0 to 2 substituents independently chosen from halogen, hydroxy, cyano, amino, nitro, mono- and di-(C₁-C₆alkyl)amino, C₁-C₄alkyl, haloC₁-C₄alkyl, C₁-C₄alkoxy and haloC₁-C₄alkoxy.

15. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 13, wherein:

Ar₁ is pyridyl, unsubstituted or substituted with halogen, cyano, C₁-C₄alkyl or haloC₁-C₄alkyl; and

Ar₂ is phenyl or pyridyl, substituted with from 0 to 2 substituents independently chosen from halogen, C₁-C₄alkyl, cyanoC₁-C₄alkyl, haloC₁-C₄alkyl, C₂-C₆alkyl ether and groups of the formula -(SO₂)R_d, wherein R_d is C₁-C₄alkyl or haloC₁-C₄alkyl.

16. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 13, wherein:

Ar₁ is phenyl, unsubstituted or substituted with halogen, cyano, C₁-C₄alkyl or haloC₁-C₄alkyl; and

Ar₂ is phenyl or pyridyl, substituted with from 0 to 2 substituents independently chosen from halogen, C₁-C₄alkyl, cyanoC₁-C₄alkyl, haloC₁-C₄alkyl, C₂-C₆alkyl ether and groups of the formula -(SO₂)R_d, wherein R_d is C₁-C₄alkyl or haloC₁-C₄alkyl.

17. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 13, wherein:

Ar₁ is pyridin-2-yl, 3-methyl-pyridin-2-yl, 3-trifluoromethyl-pyridin-2-yl or 3-halo-pyridin-2-yl; and

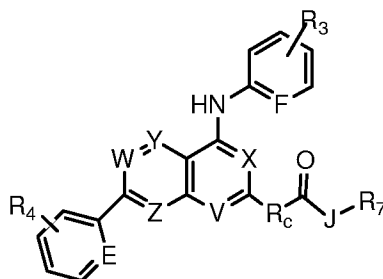
Ar₂ is phenyl, pyridin-2-yl or pyridin-3-yl, each of which is substituted at the *para*-position with halogen, cyano, methyl, ethyl, propyl, isopropyl, *t*-butyl, trifluoromethyl, 2,2,2-trifluoroethyl, 2,2,2-trifluoro-1-methyl-ethyl, methanesulfonyl, ethanesulfonyl, propanesulfonyl, propane-2-sulfonyl, trifluoromethanesulfonyl or 2,2,2-trifluoroethanesulfonyl.

18. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 13, wherein:

Ar₁ is phenyl, 2-methyl-phenyl, 2-trifluoromethyl-phenyl or 2-halo-phenyl; and

Ar₂ is phenyl, pyridin-2-yl or pyridin-3-yl, each of which is substituted at the *para*-position with halogen, cyano, methyl, ethyl, propyl, isopropyl, *t*-butyl, trifluoromethyl, 2,2,2-trifluoroethyl, 2,2,2-trifluoro-1-methyl-ethyl, methanesulfonyl, ethanesulfonyl, propanesulfonyl, propane-2-sulfonyl, trifluoromethanesulfonyl or 2,2,2-trifluoroethanesulfonyl.

19. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 2, wherein the compound has the formula:



wherein:

R_c is C₀-C₂alkyl;

J is O or N(R_z);

R_z is:

(a) hydrogen;

(b) C₁-C₆alkyl, C₂-C₆alkenyl, C₂-C₆alkynyl, C₃-C₆alkanone, C₂-C₆alkyl ether, or a 4- to 10-membered carbocycle or heterocycle, each of which is substituted with from 0 to 6 substituents independently chosen from halogen, hydroxy, cyano, amino, nitro, -COOH, aminocarbonyl, C₁-C₆alkyl, C₁-C₆alkoxy, C₂-

C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkylthio, C₂-C₈alkyl ether, and mono- and di-(C₁-C₆alkyl)amino; or

- (c) joined to R₇ to form a 5- to 7-membered carbocycle or heterocycle that is substituted with from 0 to 6 substituents independently selected from halogen, hydroxy, cyano, amino, nitro, -COOH, aminocarbonyl, C₁-C₆alkyl, C₁-C₆alkoxy, C₂-C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkylthio, C₂-C₈alkyl ether, and mono- and di-(C₁-C₆alkyl)amino;

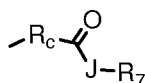
E and F are independently CH or N;

R₃ represents from 0 to 2 substituents independently chosen from halogen, cyano, -COOH, C₁-C₆alkyl, haloC₁-C₆alkyl, hydroxyC₁-C₆alkyl, C₂-C₆alkyl ether, C₁-C₆alkanoyl, aminosulfonyl, mono- and di-(C₁-C₈alkyl)aminosulfonyl, (C₁-C₈alkyl)sulfonyl, amino, and mono- and di-(C₁-C₆alkyl)amino;

R₄ represents from 0 to 2 substituents independently chosen from halogen, cyano, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, mono- and di-(C₁-C₆alkyl)amino, aminosulfonyl, and mono- and di-(C₁-C₈alkyl)aminosulfonyl; and

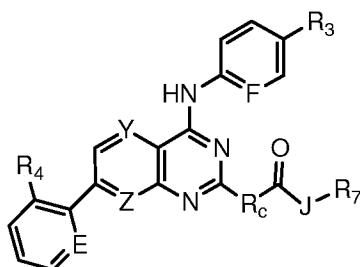
R₇ is:

- (i) hydrogen;
- (ii) C₁-C₆alkyl, phenyl or 5- to 7-membered heterocycle, each of which is substituted with from 0 to 3 substituents independently chosen from halogen, hydroxy, cyano, amino, nitro, -COOH, aminocarbonyl, C₁-C₆alkyl, C₁-C₆alkoxy, C₁-C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkylthio, C₂-C₈alkyl ether, mono- and di-(C₁-C₆alkyl)amino; or
- (iii) joined to R₂ to form an optionally substituted 5- to 7-membered heterocycle; and wherein the group designated:



comprises at least one carboxylic acid group.

20. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 19, wherein the compound has the formula:



wherein:

Y and Z are independently CH or N;

R₃ is halogen, cyano, -COOH, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, or mono- or di-(C₁-C₆alkyl)amino;

R₄ is halogen, cyano, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, or mono- or di-(C₁-C₆alkyl)amino; and

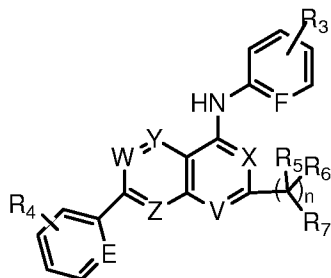
R₇ is (i) hydrogen; (ii) C₁-C₆alkyl substituted with from 0 to 3 substituents independently chosen from halogen, hydroxy, amino, -COOH, C₁-C₆alkoxy, and mono- and di-(C₁-C₆alkyl)amino; or (iii) joined to R₂ to form an optionally substituted 5- to 7-membered heterocycle.

21. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 20, wherein J is O.

22. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 21, wherein R₇ is hydrogen.

23. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 20, wherein J is NH.

24. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 2, wherein the compound has the formula:



wherein:

E and F are independently CH or N;

R₃ represents from 0 to 2 substituents independently chosen from halogen, cyano, -COOH, C₁-C₆alkyl, haloC₁-C₆alkyl, hydroxyC₁-C₆alkyl, C₂-C₆alkyl ether, C₁-C₆alkanoyl, aminosulfonyl, mono- and di-(C₁-C₈alkyl)aminosulfonyl, (C₁-C₈alkyl)sulfonyl, amino, and mono- and di-(C₁-C₆alkyl)amino;

R₄ represents from 0 to 2 substituents independently chosen from halogen, cyano, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, mono- and di-(C₁-C₆alkyl)amino, aminosulfonyl, and mono- and di-(C₁-C₈alkyl)aminosulfonyl;

each R₅ and R₆ is independently selected from hydrogen, hydroxy and C₁-C₈alkyl substituted with from 0 to 2 substituents independently selected from R_d;

R₇ is:

- (i) -COOH; or
- (ii) C₂-C₈alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₈alkoxy, mono- or di-(C₁-C₈alkyl)amino, or a 5- to 7-membered heterocycle, each of which is substituted with from 0 to 3 substituents independently chosen from R_d; or
- (iii) -PO₃(R_w)₂ or -OPO₃(R_w)₂, wherein each R_w is independently chosen from:
 - (a) hydrogen; and
 - (b) C₁-C₈alkyl, phenylC₀-C₈alkyl and (5- to 7-membered heterocycle)C₀-C₈alkyl each of which is substituted with from 0 to 3 substituents independently chosen from R_d;

n is 0, 1, 2 or 3; and

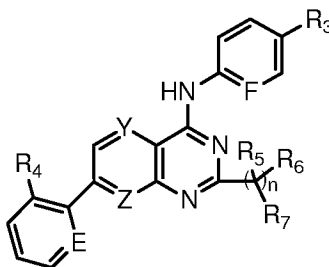
each R_d is independently chosen from:

- (i) halogen, hydroxy, cyano, amino, nitro, -COOH; and

- (ii) C₁-C₄alkyl, C₂-C₄alkenyl, C₁-C₄alkynyl, C₁-C₄alkoxy, C₁-C₄alkanoyl, C₂-C₄alkoxycarbonyl, C₂-C₈alkanoyloxy, C₁-C₄alkylthio, C₂-C₄alkyl ether, and mono- and di-(C₁-C₄alkyl)amino, each of which is substituted with from 0 to 3 substituents independently chosen from hydroxy, halogen, amino and -COOH; and

wherein R₇ is a ~~carboxylic acid~~, phosphate or phosphonate group or at least one of R₅, R₆ or R₇ comprises at least one substituent selected from a ~~carboxylic acid~~, phosphate or phosphonate group.

25. (Currently amended) A compound or pharmaceutically acceptable ~~salt or hydrate~~ thereof according to claim 24, wherein the compound has the formula:



wherein:

Y and Z are independently CH or N;

R₃ is halogen, cyano, -COOH, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, or mono- or di-(C₁-C₆alkyl)amino;

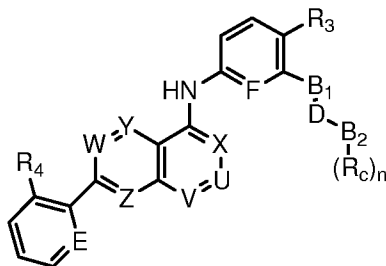
R₄ is halogen, cyano, C₁-C₆alkyl, haloC₁-C₆alkyl, amino, or mono- or di-(C₁-C₆alkyl)amino;

each R₅ and R₆ is independently hydrogen or methyl; and

R₇ is:

- ~~(i) -COOH;~~
- ~~(ii) C₁-C₈alkoxy, C₁-C₈alkoxycarbonyl, pyrrolidine, piperidine, piperazine or morpholine, each of which is substituted with from 1 to 3 substituents independently chosen from R₈, wherein at least one occurrence of R₈ is a carboxylic acid group; or~~
- ~~(iii) -PO₃(R_w)₂ or -OPO₃(R_w)₂.~~

26. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 2, wherein the compound has the formula:



wherein:

E and F are independently CH or N;

R_3 represents from 0 to 2 substituents independently chosen from halogen, cyano, -COOH, C_1 - C_6 alkyl, halo C_1 - C_6 alkyl, hydroxy C_1 - C_6 alkyl, C_2 - C_6 alkyl ether, C_1 - C_6 alkanoyl, aminosulfonyl, mono- and di- $(C_1$ - C_8 alkyl)aminosulfonyl, $(C_1$ - C_8 alkyl)sulfonyl, amino, and mono- and di- $(C_1$ - C_6 alkyl)amino;

R_4 represents from 0 to 2 substituents independently chosen from halogen, cyano, C_1 - C_6 alkyl, halo C_1 - C_6 alkyl, amino, mono- and di- $(C_1$ - C_6 alkyl)amino, aminosulfonyl, and mono- and di- $(C_1$ - C_8 alkyl)aminosulfonyl;

B_1 is O, NH or S;

D is $-C(=O)-$ or C_2 - C_3 alkyl, unsubstituted or substituted with a keto group;

and

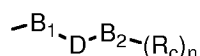
B_2 is:

- (a) O or S; in which case n is 1, and R_c is hydrogen, PO_3H_2 , PO_3H (alkyl), PO_3 (alkyl) $_2$, C_1 - C_6 alkyl, or C_2 - C_6 alkyl ether, each of which alkyl moiety is substituted with from 0 to 3 substituents independently selected from R_d ; or
- (b) N, in which case n is 2, and
 - (i) R_c is independently chosen at each occurrence from hydrogen and C_1 - C_6 alkyl, C_2 - C_6 alkenyl, C_2 - C_6 alkynyl, each of which is substituted with from 0 to 3 substituents selected from R_d ; or
 - (ii) both R_c moieties are joined to form, with B_2 , a 5- to 8-membered heterocycloalkyl that is substituted with from 0 to 3 substituents selected from R_d ; and

each R_d is independently:

- (i) halogen, hydroxy, cyano, amino, nitro, $-\text{COOH}$; and
- (ii) $\text{C}_1\text{-C}_4$ alkyl, $\text{C}_2\text{-C}_4$ alkenyl, $\text{C}_2\text{-C}_4$ alkynyl, $\text{C}_1\text{-C}_4$ alkoxy, $\text{C}_1\text{-C}_4$ alkanoyl, $\text{C}_2\text{-C}_4$ alkoxycarbonyl, $\text{C}_2\text{-C}_8$ alkanoyloxy, $\text{C}_1\text{-C}_4$ alkylthio, $\text{C}_2\text{-C}_4$ alkyl ether, or mono- or di- $(\text{C}_1\text{-C}_4\text{alkyl})$ amino, each of which is substituted with from 0 to 3 substituents independently chosen from hydroxy, halogen, amino and $-\text{COOH}$; and

wherein the group designated:



comprises at least one carboxylic acid, phosphate or phosphonate group.

27. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate according to claim 26, wherein;

B_1 is O; and

either:

- (i) D is $-\text{CH}_2\text{-CH}_2-$ and $-\text{B}_2-(\text{R}_c)_n$ is:
 - (a) $-\text{COOH}$, $-\text{O-PO}_3\text{H}_2$, or $-\text{PO}_3\text{H}_2$; or
 - (b) pyrrolidine, piperidine, piperazine or morpholine, each of which is substituted with $-\text{COOH}$; or
- (ii) D is $-\text{CH}_2\text{-C(=O)-}$ and $-\text{B}_2-(\text{R}_c)_n$ is:
 - (a) $-\text{OH}$; or
 - (b) pyrrolidine, piperidine, piperazine or morpholine, each of which is substituted with $-\text{COOH}$.

28. - 29. (Cancelled)

30. (Currently amended) A compound or pharmaceutically acceptable salt or hydrate thereof according to claim 1 wherein the compound has an IC_{50} value of 10 nanomolar or less in a capsaicin receptor calcium mobilization assay.

31. (Currently amended) A pharmaceutical composition, comprising a therapeutically effective amount of at least one compound or pharmaceutically acceptable salt or hydrate thereof according to claim 1 in combination with a physiologically acceptable carrier or excipient.

32. (Cancelled)

33. (Currently amended) A method for reducing calcium conductance of a cellular capsaicin receptor, comprising contacting a cell expressing a capsaicin receptor with at least one compound or pharmaceutically acceptable salt ~~or hydrate~~ thereof according to claim 1, and thereby reducing calcium conductance of the capsaicin receptor.

34. - 40. (Cancelled)

41. (Currently amended) A method for inhibiting binding of vanilloid ligand to a capsaicin receptor *in vitro*, the method comprising contacting capsaicin receptor with at least one compound or pharmaceutically acceptable salt ~~or hydrate~~ thereof according to claim 1, under conditions and in an amount sufficient to detectably inhibit vanilloid ligand binding to capsaicin receptor.

42. - 73. (Cancelled)